

**Shree Tulsi
Online.Com Limited**

CIN NO.: L99999WB1982PLC035576

Date: - 18th April, 2022

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700 001

To,
Dy. General Manager,
Corporate Relationship Department,
BSE Limited,
P. J. Tower,
Mumbai - 400 001

Sub: Compliance Report on Corporate Governance for the 04th quarter and year ended March 31, 2022

Dear Sir,

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format (**Annexure I, II & IV**) for the 04th quarter and year ended March 31, 2022.

The above reports shall be placed before the Board of Directors in its forthcoming meeting.

Kindly take the same on record & oblige.

Yours faithfully,

For Shree Tulsi Online.Com Limited

Vinod Kumar Bothra
(Whole Time Director)
DIN: 00780848



CC:

**Listing Department,
Metropolitan Stock Exchange of India Ltd. (MSEI)**
205A, 02nd Floor, Piramal Agastya Corporate Park,
Kamani Junction, Lal Bahadur Shastri Road,
Kurla West, Mumbai - 400 070

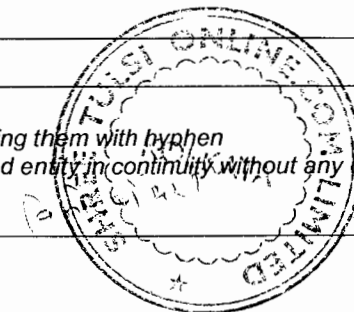
Encl.: As Above

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Shree Tulsi Online.Com Limited

2. Quarter ending : 31st March, 2022

| I. Composition of Board of Directors | | | | | | | | | | | | |
|---|------------------------|----------------------------------|---|-----------------------------|------------------------|-------------------|---------------------|---------------|--|--|---|--|
| Title (Mr. / Ms) | Name of the Director | PAN \$ & DIN | Category (Chairperson/ Executive/Non - Executive / Independent / & Nominee) | Initial Date of Appointment | Date of Re-appointment | Date of cessation | Tenure* (in months) | Date of Birth | No of Directorship in listed entities including this listed entity (Refer Regulation 17 A (1) of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(1)] | Number of memberships in Audit/ Stakeholder Committee (s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Mr. | Vinod Kumar Bothra | PAN:AKPPB2807F DIN: 00780848 | Whole Time Director | 28/07/2006 | 01/08/2018 | | - | 14/01/1967 | 1 | 0 | 0 | 0 |
| Mr. | Abhishek Kumar Jain | PAN:ADDPJ4501D DIN: 00054582 | Non-Executive Director / Chairperson | 10/02/2000 | 16/09/2021 | | - | 25/11/1978 | 1 | 0 | 2 | 0 |
| Mrs. | Sunita Hanuman Singhi | PAN: CCSPS3473H DIN: 06992243 | Woman Director / Non-Executive - Independent Director | 02/12/2017 | | | 52 | 25/02/1968 | 2 | 2 | 2 | 2 |
| Mr. | Manoj Kumar | PAN: BJEPK4202J DIN: 03083206 | Non-Executive - Independent Director | 01/10/2020 | | | 18 | 28/02/1984 | 3 | 3 | 6 | 0 |
| Mr. | Biresh Kumar Thaker | PAN: AEIPT8949P | CFO | 31/03/2015 | | | - | 23/03/1960 | - | - | - | - |
| Mr. | Sashi Sekhor Chowdhury | PAN: ACOPC0675M | Company Secretary | 24/01/2012 | | | - | 01/01/1942 | - | - | - | - |
| Whether Regular chairperson appointed | | | | | Yes | | | | | | | |
| Whether Chairperson is related to managing director or CEO | | | | | No | | | | | | | |
| <p>^{\$}PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p> | | | | | | | | | | | | |



| II. Composition of Committees | | | | | |
|---|--|----------------------------------|--|----------------------------|--------------------------|
| <i>Name of Committee</i> | <i>Whether Regular chairperson appointed</i> | <i>Name of Committee members</i> | <i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$ #</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
| 1. Audit Committee | Yes | Mrs. Sunita Hanuman Singhi | Chairperson / Non-Executive - Independent Director | 02/12/2017 | |
| | | Mr. Abhishek Kumar Jain | Non-Executive Director | 02/12/2017 | |
| | | Mr. Manoj Kumar | Non-Executive- Independent Director | 10/11/2020 | |
| 2. Nomination & Remuneration Committee | Yes | Mrs. Sunita Hanuman Singhi | Chairperson / Non-Executive - Independent Director | 02/12/2017 | |
| | | Mr. Abhishek Kumar Jain | Non-Executive Director | 02/12/2017 | |
| | | Mr. Manoj Kumar | Non-Executive- Independent Director | 10/11/2020 | |
| 3. Risk Management Committee(if applicable) | | | | | |
| 4. Stakeholders Relationship Committee | Yes | Mrs. Sunita Hanuman Singhi | Chairperson / Non-Executive - Independent Director | 02/12/2017 | |
| | | Mr. Abhishek Kumar Jain | Non-Executive Director | 02/12/2017 | |
| | | Mr. Manoj Kumar | Non-Executive- Independent Director | 10/11/2020 | |

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
Board of Directors of the Company at its meeting held on 03/08/2021 has been reconstituted the composition of the committees.

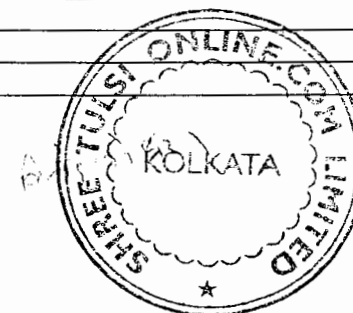
| III. Meeting of Board of Directors | | | | | |
|--|--|---|-------------------------------------|---|--|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Whether requirement of Quorum met*</i> | <i>Number of Directors present*</i> | <i>Number of independent directors present*</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| October 29, 2021 | January 28, 2022 | Yes | 4 | 2 | 90 days |

* to be filled in only for the current quarter meetings

| IV. Meeting of Committees | | | | | |
|--|---|-------------------------------------|---|--|--|
| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)*</i> | <i>Number of Directors present*</i> | <i>Number of independent directors present*</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
| Audit Committee January 28, 2022 | Yes – All Members Present | 3 | 2 | October 29, 2021 | 90 days |

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
**to be filled in only for the current quarter meetings

| V. Related Party Transactions | |
|--|---|
| <i>Subject</i> | <i>Compliance status (Yes/No/NA) refer note below</i> |
| Whether prior approval of audit committee obtained | NA |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |



Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.
For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

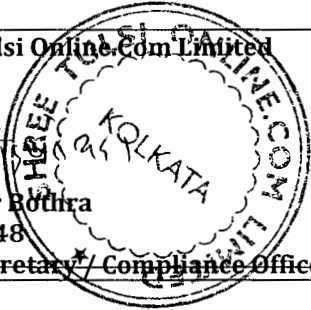
VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Shree Tuls Online.Com Limited

Vinod Kumar Buthra
DIN: 00780848

Company Secretary / Compliance Officer / Managing Director / Whole Time Director / CEO / CFO

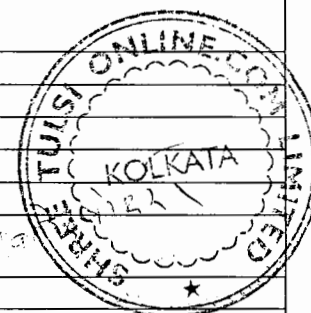


Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Format to be submitted by listed entity at the end of the financial year 31st March 2022 (for the whole of financial year)

| I. Disclosure on website in terms of Listing Regulations | | |
|---|---|---|
| Item | Compliance status (Yes/No/NA) refer note below | |
| Details of business | Yes | |
| Terms and conditions of appointment of independent directors | Yes | |
| Composition of various committees of board of directors | Yes | |
| Code of conduct of board of directors and senior management personnel | Yes | |
| Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | |
| Criteria of making payments to non-executive directors | Yes | |
| Policy on dealing with related party transactions | Yes | |
| Policy for determining 'material' subsidiaries | N.A. | |
| Details of familiarization programmes imparted to independent directors | Yes | |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | |
| email address for grievance redressal and other relevant details | Yes | |
| Financial results | Yes | |
| Shareholding pattern | Yes | |
| Details of agreements entered into with the media companies and/or their associates | N.A. | |
| Schedule of analyst or institutional investors meet and presentation made by the listed by the listed entity to analyst or institutional investors simultaneously with submission to Stock Exchange | N.A. | |
| New name and the old name of the listed entity | N.A. | |
| Advertisement as per regulation 47(1) | Yes | |
| Credit rating or revision in credit rating obtained | N.A. | |
| Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | N.A. | |
| Whether Company has provided information under separate section on its website as per Regulation 46(2) | Yes | |
| Materiality Policy as per Regulation 30 | Yes | |
| Dividend distribution policy as per Regulation 43A (as Applicable) | N.A. | |
| It is certified that these contents on the websites of listed entity are correct | Yes | |
| II Annual Affirmations | | |
| Particulars | Regulation Number | Compliance status (Yes/No/NA) refer note below |
| Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6) | Yes |
| Board composition | 17(1) | Yes |
| Meeting of Board of directors | 17(2) | Yes |
| Quorum of Board meeting | 17(2A) | Yes |
| Review of Compliance Reports | 17(3) | Yes |
| Plans for orderly succession for appointments | 17(4) | Yes |
| Code of Conduct | 17(5) | Yes |
| Fees/compensation | 17(6) | Yes |
| Minimum Information | 17(7) | Yes |
| Compliance Certificate | 17(8) | Yes |
| Risk Assessment & Management | 17(9) | Yes |
| Performance Evaluation of Independent Directors | 17(10) | Yes |
| Recommendation of the Board | 17(11) | Yes |
| Maximum numbers of Directorship | 17(A) | Yes |
| Composition of Audit Committee | 18(1) | Yes |



| | | |
|---|-------------------------------|------|
| Meeting of Audit Committee | 18(2) | Yes |
| Composition of nomination & remuneration committee | 19(1) & (2) | Yes |
| Quorum for Nomination and Remuneration Committee | 19(2A) | Yes |
| Meeting of Nomination and Remuneration Committee | 19(3A) | Yes |
| Composition of Stakeholder Relationship Committee | 20(1), (2) & 20(2A) | Yes |
| Meeting of Stakeholder Committee Meeting | 20(3A) | Yes |
| Composition and role of risk management committee | 21(1),(2),(3),(4) | Yes |
| Meeting of Risk Management Committee Meeting | 21(3A) | Yes |
| Vigil Mechanism | 22 | Yes |
| Policy for related party Transaction | 23(1), (1A),(5),(6),(7) & (8) | Yes |
| Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | Yes |
| Approval for material related party transactions | 23(4) | N.A. |
| Disclosure of related Party Transaction on consolidated basis | 23(9) | Yes |
| Composition of Board of Directors of unlisted material Subsidiary | 24(1) | N.A. |
| Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) & (6) | N.A. |
| Annual Secretarial Compliance Report | 24(A) | Yes |
| Alternate Director to Independent Director | 25(1) | N.A. |
| Maximum Directorship & Tenure | 25 (2) | Yes |
| Meeting of independent directors | 25(3) & (4) | Yes |
| Familiarization of independent directors | 25(7) | Yes |
| Declaration From Independent Director | 25(8) & (9) | Yes |
| D & O Insurance for Independent Director | 25(10) | N.A. |
| Memberships in Committees | 26(1) | Yes |
| Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes |
| Disclosure of Shareholding by Non-Executive Directors | 26(4) | Yes |
| Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes |

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

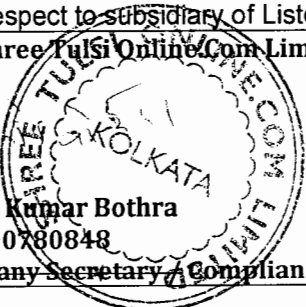
III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. NA

For Shree Tulsi Online.Com Limited

Vinod Kumar Bothra
DIN: 00780848

Company Secretary / Compliance Officer / Managing Director / Whole Time Director / CEO / CFO



Format to be submitted twice a year on a half yearly basis by listed entity at the end of every 6 months of the financial year

1. Name of Listed Entity : Shree Tulsi Online.Com Limited
 2. Half Year ending : 31st March, 2022

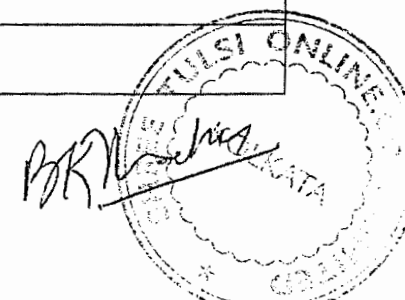
I. Disclosure of Loans / guarantees / comfort letters / securities etc.

A. Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months |
|--|---|--|
| Promoter or any other entity controlled by them | Nil | Nil |
| Promoter Group or any other entity controlled by them | Nil | Nil |
| Directors (including relatives) or any other entity controlled by them | Nil | Nil |
| KMPs or any other entity controlled by them | Nil | Nil |

B. Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months (taking into account any invocation) |
|--|---------------------------------------|--|---|
| Promoter or any other entity controlled by them | Nil | Nil | Nil |
| Promoter Group or any other entity controlled by them | Nil | Nil | Nil |
| Directors (including relatives) or any other entity controlled by them | Nil | Nil | Nil |



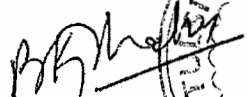
| | | | |
|---|-----|-----|-----|
| KMPs or any other entity controlled by them | Nil | Nil | Nil |
|---|-----|-----|-----|

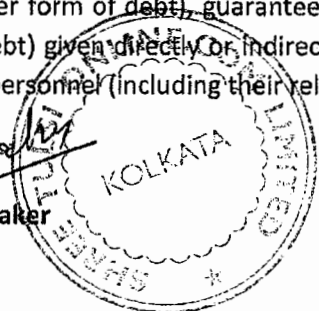
C. Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
|--|--------------------------------------|--|--|
| Promoter or any other entity controlled by them | Nil | Nil | Nil |
| Promoter Group or any other entity controlled by them | Nil | Nil | Nil |
| Directors (including relatives) or any other entity controlled by them | Nil | Nil | Nil |
| KMPs or any other entity controlled by them | Nil | Nil | Nil |

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.


Biresh Kumar Thaker
CEO / CFO



Note:

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company ; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.